

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Kenneth H. Eckstein

Rachael Ringer

Caroline F. Gange

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Fax: (212) 715-8000

*Attorneys for the Ad Hoc Committee of
Governmental and Other Contingent
Litigation Claimants*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re:

PURDUE PHARMA L.P., et al.,

Debtors.¹
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Chapter 11

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Case No. 19-23649 (SHL)

**THIRTY-NINTH MONTHLY FEE STATEMENT OF KRAMER LEVIN
NAFTALIS & FRANKEL LLP, CO-COUNSEL TO THE AD HOC COMMITTEE,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM DECEMBER 1, 2022 THROUGH DECEMBER 31, 2022**

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Name of Applicant	Kramer Levin Naftalis & Frankel LLP
Authorized to Provide Professional Services to:	Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	December 2, 2019
Period for which compensation and reimbursement is sought	December 1, 2022 through and including December 31, 2022
Amount of Compensation sought as actual, reasonable, and necessary	\$43,506.50
Current Fee Request	\$34,805.20 (80% of \$43,506.50)
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$136.10
Amount of Compensation and Expenses sought as allowed under the Fee Order	\$34,941.30
Total Fees and Expenses Inclusive of Holdback	\$43,642.60
This is a(n): <input checked="" type="checkbox"/> monthly <input type="checkbox"/> interim application <input type="checkbox"/> final application	

SUMMARY OF MONTHLY FEE STATEMENTS

<i>Application</i>	<i>Total Compensation and Expenses Incurred for Period Covered</i>			<i>Total Amount Requested in Fee Statements</i>		<i>Total Unpaid</i>
Date Filed/ Docket No.	Period Covered	Total Fees	Expenses	Fees (80%)	Expenses (100%)	Fees and Expenses
12/9/2019 634	9/16/2019- 10/31/2019	\$1,099,075.50	\$30,479.64	\$879,260.40	\$30,479.64	\$0.00
1/30/2020 792	11/1/2019- 11/30/2019	\$688,772.25	\$4,206.77	\$551,017.80	\$4,206.77	\$0.00
3/16/2020 930	12/1/2019- 12/31/2019	\$451,659.00	\$8,050.70	\$361,327.20	\$8,050.70	\$0.00
3/16/2020 939	1/1/2020- 1/31/2020	\$395,585.50	\$4,712.17\$	\$316,468.40	\$4,712.17	\$0.00
5/5/2020 1131	2/1/2020- 2/29/2020	\$432,757.50	\$3,439.62	\$346,206.00	\$3,439.62	\$0.00
6/15/2020 1269	3/1/2020- 3/31/2020	\$370,398.50	\$51,598.57	\$296,318.80	\$51,598.57	\$0.00
7/14/2020 1389	4/1/2020- 4/30/2020	\$476,681.00	\$5,989.84	\$381,344.80	\$5,989.84	\$0.00
7/15/2020 1413	5/1/2020- 5/31/2020	\$298,077.50	\$31,689.62	\$238,636.00	\$31,689.62	\$0.00
9/25/2020 1727	6/1/2020- 6/30/2020	\$413,601.00	\$4,238.27	\$330,880.80	\$4,238.27	\$0.00
11/2/2020 1888	7/1/2020- 7/31/2020	\$408,012.00	\$3,537.82	\$326,409.60	\$3,537.82	\$0.00
11/16/2020 1987	8/1/2020- 8/31/2020	\$319,182.00	\$22,816.40	\$255,345.60	\$22,816.40	\$0.00
11/16/2020 1992	9/1/2020- 9/30/2020	\$558,041.50	\$39,378.85	\$446,433.20	\$39,378.85	\$0.00
12/14/2020 2133	10/1/2020- 10/31/2020	\$649,029.00	\$5,852.10	\$519,223.20	\$5,852.10	\$0.00
2/3/2021 2347	11/1/2020- 11/30/2020	\$803,716.50	\$50,743.79	\$642,973.20	\$50,743.79	\$0.00
3/17/2021 2506	12/1/2020- 12/31/2020	\$415,309.50	\$1,431.56	\$332,247.60	\$1,431.56	\$0.00
3/17/2021 2509	1/1/2021- 1/31/2021	\$395,187.50	\$2,371.83	\$316,150.00	\$2,371.83	\$0.00
6/11/2021 3018	2/1/2021- 2/28/2021	\$587,709.50	\$1,439.44	\$470,167.60	\$1,439.44	\$0.00
7/8/2021 3126	3/1/2021- 3/31/2021	\$1,103,186.50	\$3,633.38	\$882,549.20	\$3,633.38	\$0.00
7/15/2021 3210	4/1/2021- 4/30/2021	\$1,071,572.50	\$4,889.14	\$857,258.00	\$4,889.14	\$0.00
7/15/2021 3211	5/1/2021- 5/31/2021	\$1,160,384.50	\$4,373.08	\$928,307.60	\$4,373.08	\$0.00

9/9/2021 3746	6/1/2021- 6/30/2021	\$1,623,853.50	\$9,891.25	\$1,299,082.80	\$9,891.25	\$0.00
9/15/2021 3768	7/1/2021- 7/31/2021	\$1,612,667.50	\$8,734.22	\$1,290,134.00	\$8,734.22	\$0.00
10/14/2021 3940	8/1/2021- 8/31/2021	\$1,787,697.50	\$20,973.87	\$1,430,158.00	\$20,973.87	\$0.00
11/11/2021 4095	9/1/2021- 9/30/2021	\$627,407.00	\$22,025.50	\$501,925.60	\$22,025.50	\$0.00
12/09/2021 4216	10/1/2021- 10/31/2021	\$1,276,425.00	\$17,314.65	\$1,021,140.00	\$17,314.65	\$0.00
2/16/2022 4360	11/1/2021- 11/30/2021	\$1,267,188.50	\$18,919.79	\$1,013,750.80	\$18,919.79	\$0.00
2/16/2022 4361	12/1/2021- 12/31/2021	\$466,242.50	\$13,686.09	\$372,994.00	\$13,686.09	\$0.00
3/17/2022 4559	1/1/2022- 1/31/2022	\$822,885.50	\$17,690.49	\$658,308.40	\$17,690.49	\$0.00
4/1/2022 4626	2/1/2022- 2/28/2022	\$524,028.00	\$7,164.36	\$419,222.40	\$7,164.36	\$0.00
5/3/2022 4725	3/1/2022- 3/31/2022	\$646,346.00	\$8,141.43	\$517,076.80	\$8,141.43	\$0.00
5/16/2022 4823	4/1/2022- 4/30/2022	\$408,313.50	\$6,826.64	\$326,650.80	\$6,826.64	\$0.00
7/21/2022 4974	5/1/2022- 5/31/2022	\$76,927.00	\$8,816.90	\$61,541.60	\$8,816.90	\$0.00
9/15/2022 5077	6/1/2022- 6/30/2022	\$208,743.50	\$249,634.78	\$166,994.80	\$249,634.78	\$0.00
9/27/2022 5098	7/1/2022- 7/31/2022	\$174,755.00	\$2,219.99	\$139,804.00	\$2,219.99	\$0.00
10/17/2022 5162	8/1/2022- 8/30/2022	\$138,650.50	\$2,485.43	\$110,920.40	\$2,485.43	\$0.00
11/03/2022 5215	9/1/2022- 9/30/2022	\$98,517.00	\$90.43	\$78,813.60	\$90.43	\$19,703.40
11/21/2022 5250	10/1/2022- 10/31/2022	\$41,151.00	\$4,978.64	\$32,920.80	\$4,978.64	\$8,230.20
1/13/2023 5339	11/1/2023- 11/30/2023	\$33,987.00	\$2,195.19	\$27,189.60	\$2,195.19	\$36,182.19

Pursuant to sections 363(b) and 365 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the *Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* [Docket No. 553] (the “**Fee Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses*

for Retained Professionals [Docket No. 529] (the “**Interim Compensation Order**,” and together with the Fee Order, the “**Orders**”), Kramer Levin Naftalis & Frankel LLP (the “**Applicant**”), Co-Counsel to the Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants (the “**Ad Hoc Committee**”), hereby submits this Thirty-Ninth Monthly Fee Statement (the “**Statement**”) for the period of December 1, 2022 through and including December 31, 2022 (the “**Monthly Fee Period**”).

Itemization of Services Rendered by Applicant

Annexed hereto as “**Exhibit A**” is a schedule of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Monthly Fee Period by project category. Annexed hereto as “**Exhibit B**” is a schedule of the individuals and their respective titles that provided services during this Monthly Fee Period, along with their respective billing rates and the total number of hours spent by each individual during this Monthly Fee Period. The blended hourly billing rate of attorneys for all services provided during the Monthly Fee Period is \$1,404.41.² The blended hourly billing rate of all paraprofessionals is \$480.00.³

Annexed hereto as “**Exhibit C**” is a schedule of the actual, necessary expenses that Applicant incurred during the Monthly Fee Period.

Annexed hereto as “**Exhibit D**” are the time records of Applicant for this Monthly Fee Period organized by project category with a daily time log explaining the time spent by each attorney and other professional and an itemization of expenses.

Notice

² The blended hourly rate for all attorneys was derived by dividing the total fees for such professionals of \$42,834.50 by the total hours of 30.50.

³ The blended hourly rate for all paraprofessionals was derived by dividing the total fees for such paraprofessionals of \$672.00 by the total hours of 1.40.

Applicant will provide notice of this Application in accordance with the Orders.

Applicant submits that no other or further notice be given.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Statement, serve via email, to the Notice Parties (as defined in the Interim Compensation Order), a written notice setting forth the precise nature of the objection and the amount at issue.

If no objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Applicant an amount equal to 80% of the fees and 100% of the expenses incurred during the Monthly Fee Period.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Applicant an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue. It shall not be sufficient to simply object to all fees and expenses.

WHEREFORE, Applicant respectfully requests (i) compensation in the amount of \$34,805.20, which represents 80% of billable time for services rendered by Applicant as co-counsel to the Ad Hoc Committee during this Monthly Fee Period, and (ii) reimbursement of the actual, necessary expenses incurred and recorded by Applicant during this Monthly Fee Period in the amount of \$136.10.

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Dated: New York, New York
February 1, 2023

Respectfully submitted,

By: /s/ Kenneth H. Eckstein

Kenneth H. Eckstein
Rachael Ringer
Caroline F. Gange
**KRAMER LEVIN NAFTALIS &
FRANKEL LLP**

1177 Avenue of the Americas
New York, New York 10036

Telephone: (212) 715-9100

Fax: (212) 715-8000

Emails: keckstein@kramerlevin.com
rringer@kramerlevin.com
cgange@kramerlevin.com

*Attorneys for the Ad Hoc Committee of
Governmental and Other Contingent
Litigation Claimants*

EXHIBIT A

SUMMARY OF FEES BY PROJECT CATEGORY

Matter	Matter Name	Hours	Total
00003	Business Operations	3.30	4,579.50
00004	Case Administration	0.60	288.00
00006	Employment and Fee Applications	1.40	1,068.00
00008	Litigation	1.70	1,960.00
00009	Meetings and Communications with Ad-Hoc Committee & Creditors	3.40	4,966.00
00011	Plan and Disclosure Statement	21.50	30,645.00
TOTAL		31.90	\$43,506.50

EXHIBIT B

SUMMARY OF PROFESSIONALS FOR THE MONTHLY FEE PERIOD

Timekeeper	Title	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Fees
Kenneth H. Eckstein	Partner	1980	Creditors' Rights	1685	9.00	\$15,165.00
Adam Rogoff	Partner	1989	Creditors' Rights	1555	6.30	\$9,796.50
Jordan M. Rosenbaum	Partner	2004	Corporate	1400	1.80	\$2,520.00
Joseph Shifer	Special Counsel	2010	Creditors' Rights	1195	0.40	\$478.00
Jeffrey Taub	Special Counsel	2010	Corporate	1195	1.00	\$1,195.00
Caroline Gange	Associate	2017	Creditors' Rights	1140	12.00	\$13,680.00
Wendy Kane	Paralegal	N/A	Creditors' Rights	480	1.40	\$672.00
TOTAL					31.90	\$43,506.50

EXHIBIT C

SUMMARY OF OUT OF POCKET EXPENSES

DESCRIPTION	AMOUNT
Pacer Online Research	\$0.50
Transcript Fees	\$135.60
TOTAL EXPENSES	\$136.10

EXHIBIT D

Kramer Levin



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Ad Hoc Committee of Governmental and Other
Contingent
Litigation Claimants

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FOR PROFESSIONAL SERVICES rendered through December 31, 2022.

Fees	\$43,506.50
Disbursements and Other Charges	136.10
TOTAL BALANCE DUE	\$43,642.60

FEES AND DISBURSEMENTS POSTED AFTER THE BILLING PERIOD SHOWN ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID # 13-1944339

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas, New York, NY 10036
T 212.715.9100 F 212.715.8000



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MATTER SUMMARY

For professional services rendered through December 31, 2022 in connection with the following matters:

Matter	Matter Name	Fees	Disbs	Total
072952-00001	Asset Analysis and Recovery	\$0.00	\$136.10	\$136.10
072952-00003	Business Operations	4,579.50	0.00	4,579.50
072952-00004	Case Administration	288.00	0.00	288.00
072952-00006	Employment and Fee Applications	1,068.00	0.00	1,068.00
072952-00008	Litigation	1,960.00	0.00	1,960.00
072952-00009	Meetings and Communications with Ad-Hoc Committee & Creditors	4,966.00	0.00	4,966.00
072952-00011	Plan and Disclosure Statement	30,645.00	0.00	30,645.00
Subtotal		43,506.50	136.10	43,642.60
TOTAL CURRENT INVOICE				\$43,642.60



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Asset Analysis and Recovery

DISBURSEMENTS AND OTHER CHARGES SUMMARY

DESCRIPTION	AMOUNT
Pacer Online Research	\$0.50
Transcript Fees	135.60
TOTAL DISBURSEMENTS AND OTHER CHARGES	\$136.10



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Business Operations

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Eckstein, Kenneth H.	Partner	1.50	\$2,527.50
Gange, Caroline	Associate	1.80	2,052.00
TOTAL FEES		3.30	\$4,579.50

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/8/2022	Gange, Caroline	Emails w/ FTI re PHI update.	0.20	\$228.00
12/12/2022	Eckstein, Kenneth H.	Call with company re PHI presentation (1.0); review follow-up emails re same (0.5).	1.50	2,527.50
12/12/2022	Gange, Caroline	Attend call w/ Company re PHI updated (1.0); draft email to K. Eckstein re same (0.4).	1.40	1,596.00
12/16/2022	Gange, Caroline	Review FTI PHI update.	0.20	228.00
TOTAL			3.30	\$4,579.50



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Case Administration

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Kane, Wendy	Paralegal	0.60	\$288.00
TOTAL FEES		0.60	\$288.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/5/2022	Kane, Wendy	Email Chambers and C. Gange re public dial in line for Ascent hearing.	0.10	\$48.00
12/14/2022	Kane, Wendy	Review docket and compile Akin invoices; email C. Gange re same.	0.50	240.00
TOTAL			0.60	\$288.00



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Employment and Fee Applications

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Gange, Caroline	Associate	0.60	\$684.00
Kane, Wendy	Paralegal	0.80	384.00
TOTAL FEES		1.40	\$1,068.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/7/2022	Kane, Wendy	Review November fee statement for compliance with UST guidelines and local rules.	0.50	\$240.00
12/16/2022	Kane, Wendy	Email Gilbert re fee statement and file same (0.3).	0.30	144.00
12/20/2022	Gange, Caroline	Review November fee statement for privilege/confidentiality and compliance with UST guidelines.	0.60	684.00
TOTAL			1.40	\$1,068.00



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Litigation

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Shifer, Joseph A.	Spec Counsel	0.40	\$478.00
Gange, Caroline	Associate	1.30	1,482.00
TOTAL FEES		1.70	\$1,960.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/5/2022	Shifer, Joseph A.	Emails with D. Blabey and M. Tobak re tolling agreement.	0.40	\$478.00
12/6/2022	Gange, Caroline	Attend portion of Ascent hearing.	1.30	1,482.00
TOTAL			1.70	\$1,960.00



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Meetings and Communications with Ad-Hoc Committee & Creditors

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEEs
Eckstein, Kenneth H.	Partner	2.00	\$3,370.00
Gange, Caroline	Associate	1.40	1,596.00
TOTAL FEES		3.40	\$4,966.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/6/2022	Eckstein, Kenneth H.	Attend Working Group call (0.5).	0.50	\$842.50
12/13/2022	Eckstein, Kenneth H.	Attend Working Group call (0.7).	0.70	1,179.50
12/13/2022	Gange, Caroline	Attend working group call.	0.70	798.00
12/20/2022	Eckstein, Kenneth H.	Attend Working Group call (0.8).	0.80	1,348.00
12/20/2022	Gange, Caroline	Attend working group call.	0.70	798.00
TOTAL			3.40	\$4,966.00



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Plan and Disclosure Statement

PROFESSIONAL SERVICES SUMMARY

TIMEKEEPER	TITLE	HOURS	FEES
Eckstein, Kenneth H.	Partner	5.50	\$9,267.50
Rogoff, Adam C.	Partner	6.30	9,796.50
Rosenbaum, Jordan M.	Partner	1.80	2,520.00
Taub, Jeffrey	Spec Counsel	1.00	1,195.00
Gange, Caroline	Associate	6.90	7,866.00
TOTAL FEES		21.50	\$30,645.00

PROFESSIONAL SERVICES DETAIL

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/1/2022	Rosenbaum, Jordan M.	Review of plan documents.	0.30	\$420.00
12/2/2022	Rosenbaum, Jordan M.	Review of plan issues.	0.40	560.00
12/2/2022	Eckstein, Kenneth H.	Call with company, UCC re settlement status (0.8); follow up call and correspond re same (0.4).	1.20	2,022.00
12/4/2022	Rogoff, Adam C.	Review plan issues and related materials.	1.10	1,710.50
12/5/2022	Rosenbaum, Jordan M.	Attend portion of call w/ A. Rogoff and C. Gange re plan issues.	0.50	700.00
12/5/2022	Rogoff, Adam C.	Call w/ J. Rosenbaum, C. Gange re plan issues and related materials.	0.60	933.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/5/2022	Taub, Jeffrey	T/c w/ KL team re plan issues.	0.30	358.50
12/5/2022	Gange, Caroline	Review plan issues (1.3); call w/ A. Rogoff and J. Rosenbaum re same. (0.6).	2.90	3,306.00
12/6/2022	Rogoff, Adam C.	Prepare for (0.5) and participate in call w/ K. Eckstein, C. Gange, J. Rosenbaum, and J. Taub re plan next steps (0.7); review materials re same (1.6).	2.80	4,354.00
12/6/2022	Rosenbaum, Jordan M.	Attend majority of call with K. Eckstein, A. Rogoff, C. Gange, J. Taub re plan issues.	0.60	840.00
12/6/2022	Eckstein, Kenneth H.	Review correspondence from DPW re plan issues and documents (1.0); call with A. Rogoff, J. Rosenbaum, J. Taub and C. Gange re plan options (0.7); correspond with M. Diaz re company presentation (0.3).	2.00	3,370.00
12/6/2022	Taub, Jeffrey	Attend call w/ KL Bankruptcy team and J. Rosenbaum re plan issues.	0.70	836.50
12/6/2022	Gange, Caroline	Call w/ K. Eckstein, A. Rogoff, J. Taub and J. Rosenbaum re plan issues (0.7); follow-up w/ A. Rogoff re same (0.4); legal research re same (2.9).	4.00	4,560.00
12/8/2022	Rogoff, Adam C.	Review materials re plan issues and structure (0.5); and discuss w/ C. Gange re same.	0.90	1,399.50
12/13/2022	Eckstein, Kenneth H.	Review documents re plan, Avrio, PHI (0.6).	0.60	1,011.00



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Plan and Disclosure Statement

DATE	TIMEKEEPER	DESCRIPTION	HOURS	AMOUNT
12/15/2022	Rogoff, Adam C.	Review materials re plan issues and structure.	0.90	1,399.50
12/16/2022	Eckstein, Kenneth H.	Call with A. Preis re de minimus asset sale and proceeds (0.3); call w/ M. Diaz re same (0.4); call with R. Ringer re same (0.3).	1.00	1,685.00
12/20/2022	Eckstein, Kenneth H.	Correspond with A. Preis re plan/sale issues (0.3); review plan documents (0.4).	0.70	1,179.50
TOTAL			21.50	\$30,645.00